

STATE OF GEORGIA
COUNTY OF CLAYTON

RESOLUTION 2013- 194

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF CLAYTON COUNTY, GEORGIA AUTHORIZING THE COUNTY TO EXECUTE AMENDMENT NO. 1 TO PERFORMANCE CONTRACTING AGREEMENT WITH SIEMANS INDUSTRY, INC. DATED OCTOBER 21, 2009 FOR PURPOSES OF MODIFYING THE SCOPE OF WORK AND DECREASING THE CONTRACT PRICE, AMONG OTHER PROVISIONS IDENTIFIED HEREIN; AUTHORIZING THE EXECUTION, DELIVERY AND PERFORMANCE OF RELATED DOCUMENTS; AND FOR OTHER PURPOSES.

WHEREAS, in order to provide certain additional energy savings and conservation measures in the County the Board entered into a Performance Contracting Agreement (the "Siemens Performance Contract") by and between the County and Siemens Industry, Inc. ("Siemens") dated October 21, 2009, under the terms of which Siemens agreed to furnish certain services to the County designed to reduce energy consumption and operational costs at certain facilities throughout the County, including the acquisition and installation of certain energy savings equipment and performing specified maintenance, and the County agreed to pay Siemens a fixed sum for such services not to exceed \$5,100,000 (the "Siemens Contract Price") and additional sums for maintenance throughout the term of the Siemens Performance Contract; and

WHEREAS, the County and Siemens desire to modify the following provisions of the Siemens Performance Contract: 1) Exhibit A, Article 1, Scope of Work, Sections 1.1, 1.2.2, 1.2.4 and 1.2.7; 2) Exhibit B, Article 1, Payment for Scope of Work, Section 1.1 and Table B.1; 3) Exhibit B, Article 2, Payment for Performance Assurance Services Program, Table B.2; 4) Exhibit C, Article 1, Summary of Articles and Total Guaranteed Savings, Tables 1.1 and 1.2 and Section 1.3.1; 5) Exhibit C, Article 2, Guaranteed Savings Options, Table 2.1; and 6) Exhibit C, Article 4, Measurement and Verification Plan, Sections 4.2.4 and 4.2.6, all of which, in effect and among other conditions, decreases the contract price from \$5,089,451.00 to \$5,026,043.00.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF CLAYTON COUNTY, GEORGIA AND IT IS HEREBY RESOLVED as follows:

Section 1. Authorization of Amendment No. 1 to Siemens Performance Contract. In order to provide energy savings and conservation measures to the County, the further negotiation, execution, delivery and performance of Amendment No. 1 to the Siemens Performance Contract by the County is hereby authorized. Amendment No. 1 to the Siemens Performance Contract shall be in substantially the form attached hereto as Exhibit "A," subject to the approval as to form by the Chief Staff Attorney and subject to such changes, insertions or omissions as may be approved by the Chairman; and the execution of Amendment No. 1 to the Siemens Performance Contract by the Chairman as hereby authorized shall be conclusive evidence of any such approval.

Section 2. Further Approvals. The Chairman is hereby authorized to execute any document relating to, and in furtherance of the purpose of this Resolution and otherwise to perform all acts necessary to accomplish the purpose of this Resolution.

Section 3. Repealer. All resolutions and parts of resolutions in conflict with this Resolution are hereby repealed to the extent of such conflict.

Section 4. Effective Date. This Resolution shall take effect immediately upon its adoption.

SO RESOLVED, this 6th day of August, 2013

CLAYTON COUNTY BOARD OF COMMISSIONERS


JEFFREY E. TURNER, CHAIRMAN


MICHAEL EDMONSON, VICE-CHAIRMAN


GAIL B. HAMBRICK, COMMISSIONER


SONNA SINGLETON, COMMISSIONER


SHANA M. ROOKS, COMMISSIONER

ATTEST:


SHELBY D. HAYWOOD, CLERK

EXHIBIT A

AMENDMENT NO. 1 TO THE SIEMENS PERFORMANCE CONTRACT

CLERK'S CERTIFICATE

I, the undersigned Clerk of the Clayton County Board of Commissioners (the "Board of Commissioners"), DO HEREBY CERTIFY, that the foregoing pages of typewritten manner constitute a true and correct copy of the Resolution adopted on August 6, 2013 by the Board of Commissioners in a meeting duly called and assembled, which was open to the public and at which a quorum was present and acting throughout, and that the original of said Resolution appears of record in the Minute Book of the Board of Commissioners which is in my custody and control.

CLAYTON COUNTY, GEORGIA

By: Shelby D. Haywood
Shelby D. Haywood, Clerk to the
Clayton County Board of Commissioners

(SEAL)